

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re:

iMedia Brands, *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10852 (KBO)

(Jointly Administered)

Ref. Docket No. 93

NOTICE OF SALE HEARING

PLEASE TAKE NOTICE that the above-captioned debtors and debtors-in-possession (the “Debtors”) each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), on June 28, 2023, in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”).

PLEASE TAKE FURTHER NOTICE that on July 3, 2023, certain of the Debtors (as defined in the APA, the “Sellers”) entered into an Asset and Equity Purchase Agreement dated as of July 3, 2023 (the “APA”) with RNN-TV Licensing Co. LLC (the “Buyer”) for the sale of substantially all of the Sellers’ assets to the Buyer free and clear of all Encumbrances other than Assumed Liabilities (the “Sale”).²

PLEASE TAKE FURTHER NOTICE that on July 3, 2023, the Debtors filed the *Debtors’ Motion Pursuant to Sections 105, 363 and 365 of the Bankruptcy Code for Entry of an Order (I) Authorizing the Sale of Substantially all of the Debtors’ Assets Free and Clear of all Encumbrances Other Than Assumed Liabilities; (II) Approving the Debtors’ Entry Into the Asset Purchase Agreement; (III) Authorizing Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (IV) Granting Related Relief* [Docket No. 93] (the “Sale Motion”) seeking the Bankruptcy Court’s approval of the Sale. The APA is attached to the Sale Motion as Exhibit B.

PLEASE TAKE FURTHER NOTICE that pursuant to the Sale Motion, the Debtors are seeking to assume and assign certain of their executory contracts and unexpired leases to the Buyer in connection with the Sale. If you have an executory contract or unexpired lease with the Debtors that is proposed to be assumed and assigned to the Buyer, you will receive a separate notice from the Debtors with respect to such proposed assumption and assignment and cure costs, if any

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number are: ValueVision Media Acquisitions, Inc. (8670); iMedia Brands, Inc. (3770); ValueVision Interactive, Inc. (8730); Portal Acquisition Company (3403); VVI Fulfillment Center, Inc. (5552); ValueVision Retail Inc. (2155); JWH Acquisition Company (3109); PW Acquisition Company, LLC (0154); EP Properties, LLC (3951); FL Acquisition Company (3026); Norwell Television, LLC (6011); and 867 Grand Avenue, LLC (2642). The Debtors’ service address is 6740 Shady Oak Road, Eden Prairie, MN 55344-3433.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Sale Motion (as defined below).

(the “**Cure Notice**”). Any objection to the Debtors’ proposed cure costs must be filed in accordance with the procedures and deadline set forth in the Cure Notice. All objections to the assumption and assignment of executory contracts and unexpired leases for any reason other than to the proposed cure costs, including with respect to adequate assurances of future performance, shall be filed on or before the Sale Objection Deadline (as defined below) and in accordance with the procedures set forth herein.

PLEASE TAKE FURTHER NOTICE that copies of the Sale Motion, including the APA, are available free of charge for download at **<https://cases.stretto.com/iMediaBrands>** (the “**Case Website**”) or from the Debtors’ claims and noticing agent, Stretto, via telephone at **(855) 794-3801** or via email at **teamiMedia@stretto.com**.

PLEASE TAKE FURTHER NOTICE that a hearing to consider the relief sought in the Sale Motion will be held on **July 28, 2023, at 1:00 p.m. (ET)** before the Honorable Karen B. Owens, United States Bankruptcy Judge, at the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 6th Floor, Courtroom No. 3, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE that any response or objection to the entry of an order approving the relief sought in the Sale Motion (a “**Sale Objection**”) must: (a) be in writing; (b) comply with the Bankruptcy Rules and the Local Rules; (c) set forth the specific basis for the Sale Objection; (d) be filed with the Clerk of the Court, 824 N. Market Street, 3rd Floor, Wilmington, Delaware 19801 on or before **July 20, 2023 at 4:00 p.m. (ET)** (the “**Sale Objection Deadline**”), and proof of service of such Sale Objection upon the Objection Notice Parties shall be filed with the Court as and when required by the Local Rules; and (e) be served upon the Objection Notice Parties. The “**Objection Notice Parties**” means: (a) proposed counsel to the Debtors, Ropes & Gray LLP, 191 N Wacker Drive, Chicago IL, 60606 (Attn: Ryan Preston Dahl (ryan.dahl@ropesgray.com) and Stephen Iacovo (stephen.iacovo@ropesgray.com)); (b) proposed co-counsel to the Debtors, Pachulski Stang Ziehl & Jones LLP, 919 N. Market Street, 17th Floor, Wilmington, Delaware 19801 (Attn: Laura Davis Jones (ljones@pszjlaw.com) and Timothy P. Cairns (email: tcairns@pszjlaw.com)); (c) counsel to DIP Agent and Prepetition Agent, Blank Rome LLP, 1201 North Market Street, Suite 800, Wilmington, Delaware 19801 (Attn: Regina Stango Kelbon (regina.kelbon@blankrome.com)); (d) counsel to Crystal Financial LLC d/b/a SLR Credit Solutions, Morgan Lewis & Bockius, LLP, One Federal Street, Boston, Massachusetts 02110 (Attn: Julia Frost-Davies (julia.frost-davies@morganlewis.com)); (e) counsel to the Buyer, Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, NY 10004 (Attn: Jennifer Rodburg (jennifer.rodburg@friedfrank.com)); (f) counsel to any official committee appointed in the chapter 11 cases; and (g) the United States Trustee for the District of Delaware, 844 N. King Street, Room 2207, Wilmington, Delaware (Attn: Richard Schepacarter (richard.schepacarter@usdoj.gov)).

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PLEASE TAKE FURTHER NOTICE THAT IF A SALE OBJECTION IS NOT FILED AND SERVED ON OR BEFORE THE SALE OBJECTION DEADLINE, THE OBJECTING PARTY MAY BE BARRED FROM OBJECTING TO THE SALE AND BEING HEARD AT THE SALE HEARING, AND THE BANKRUPTCY COURT MAY ENTER THE SALE ORDER WITHOUT FURTHER NOTICE TO SUCH PARTY.

Dated: July 5, 2023
Wilmington, Delaware

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Laura Davis Jones

Laura Davis Jones (DE Bar No. 2436)
Timothy P. Cairns (DE Bar No. 4228)
919 North Market Street, 17th Floor
P.O. Box 8705
Wilmington, Delaware 19899-8705 (Courier 19801)
Telephone: 302-652-4100
Facsimile: 302-652-4400
Email: ljones@pszjlaw.com
tcairns@pszjlaw.com

-and-

ROPES & GRAY LLP

Ryan Preston Dahl (admitted *pro hac vice*)
Cristine Pirro Schwarzman (admitted *pro hac vice*)
1211 Avenue of the Americas
New York, New York 10036
Telephone: (212) 596-9000
Facsimile: (212) 596-9090
E-mail: ryan.dahl@ropesgray.com
cristine.schwarzman@ropesgray.com

-and-

ROPES & GRAY LLP

Stephen L. Iacovo (admitted *pro hac vice*)
191 North Wacker Drive, 32nd Floor
Chicago, Illinois 60606
Telephone: (312) 845-1200
Facsimile: (212) 845-5500
E-mail: stephen.iacovo@ropesgray.com

Proposed Counsel to the Debtors and Debtors in Possession